

**IN THE U.S. DISTRICT COURT
FOR THE NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION**

COMMISSIONURITIES AND EXCHANGE :

COMMISSION, :

:

Applicant, :

:

V. : Case No.

:

JOHN N. MATSON and SOUTH :

BAY ACQUISITIONS, LLC, :

:

Respondents. :

ORDER TO SHOW CAUSE

The Applicant, Securities and Exchange Commission (“Commission”) having filed an Application for an Order to Show Cause and an Order Requiring Obedience to Subpoena, accompanied by a supporting Memorandum of Law and the Declaration of Kyle Bradley with exhibits thereto, and the Court having considered the Application with supporting papers, and good cause being shown, it is hereby:

ORDERED that the Respondents John N. Matson (“Matson”) and South Bay Acquisitions, LLC (“South Bay”) appear on _____, 2023, at _____ .m. before the United States District Court for the Northern District of Georgia, Richard B. Russell Federal Building, 75 Ted Turner Drive, S.W., Atlanta,

Georgia 30303-3309, Courtroom _____, to show cause, if there by any, why they should not be ordered by this Court to produce documents and provide testimony pursuant to the Commission's subpoenas issued on December 21, 2022, January 25, 2023 and March 9, 2023.

IT IS FURTHER ORDERED that this Order to Show Cause, together with copies of the Application for Order to Show Cause and Order to Compel Obedience with Subpoena, Memorandum of Law in Support of Application for an Order to Show Cause and an Order Requiring Obedience with Subpoena, the Declaration of Kyle Bradley and proposed Order Requiring Obedience to Subpoena be served upon the Respondents or their counsel by representatives of the Commission by (i) overnight courier service or (ii) facsimile with simultaneous U.S. mailing or (iii) any means reasonably designed to give prompt notice of this Order to Respondents, no later than _____, 2023.

IT IS FURTHER ORDERED that no later than _____, 2023, Respondents shall deliver to the Commission by (i) overnight courier service or (ii) facsimile with simultaneous U.S. mailing; and file with the Court, any papers or statement of points and authorities in opposition to the Application; and

IT IS FURTHER ORDERED that no later than _____, 2023, the Commission shall deliver to Respondent by (i) overnight courier service or

(ii) facsimile with simultaneous U.S. mailing; and file with the Court, any reply papers in further support of the Application.

DATED: _____, 2023

UNITED STATES DISTRICT JUDGE